

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
(CENTRAL DIVISION)**

In re:

**SOUTHERN SKY AIR & TOURS, LLC
d/b/a DIRECT AIR,**

**Chapter 7
Case No. 12-40944-MSH**

Debtor.

**EXHIBITS TO TRUSTEE'S REPORT ON
DIRECT AIR'S OPERATIONS AND SHORTFALL**

<u>Exhibit No.</u>	<u>Description</u>
1.	South Carolina Secretary of State Business Filing On-line Database for Southern Sky Air & Tours, Inc.
2.	Articles of Incorporation for Southern Sky Air & Tours, Inc.
3.	Direct Air marketing materials
4.	Public Charter Depository Agreement between Direct Air, Sky King, Inc. and Valley National Bank dated October 20, 2006
5.	Excerpt from Robert Keilman Rule 2004 Examination Transcript (November 14, 2013)
6.	Excerpt from Kay Ellison Rule 2004 Examination Transcript (November 5, 2013)
7.	Direct Air Certificates of Membership Interest issued December 27, 2007
8.	Excerpt from Judy Tull Rule 2004 Examination Transcript (November 4, 2013)
9.	Correspondence from Judy Tull to Bob Halagarda dated September 14, 2006
10.	Resolution of Directors Regarding Bank Account and Authorized Parties dated September 15, 2006
11.	Excerpt from Ed Warneck Rule 2004 Examination Transcript (November 7, 2013)
12.	Excerpt from Stanley Marshall Ellison Rule 2004 Examination Transcript (November 6, 2013)

13. Excerpt from Mary Baldwin Rule 2004 Examination Transcript (November 6, 2013)
14. Excerpt from Direct Air's VNB Weekly Releases binder (May 28, 2008 to November 28, 2007)
15. Cross-Tab Report for departure dates December 29, 2011 to December 31, 2011 from Radixx Air Enterprise software
16. Excerpt from Lori Rooney individually and as designee for Valley National Bank Rule 2004 Examination Transcript (November 13, 2013)
17. Valley National Bank Global Escrow Procedure Manual (without Exhibits)
18. Supplemental Certification of Lori Rooney in Further Support of Valley National Bank's Motion for Summary Judgment dated February 1, 2008
19. Excerpt from Direct Air's Escrow Banking Report '07 binder (November 28, 2007 to November 30, 2007)
20. Email from Judy Tull to Lori Rooney dated March 5, 2007 with 1-page excerpt from attachment (redacted)
21. Email from Judy Tull to Lori Rooney dated March 13, 2007 with 1 page excerpt from attachment (redacted)
22. Fax from Judy Tull to Lori Rooney dated June 13, 2007
23. Release Request and Charter Escrow Detail Report dated June 4, 2009
24. Email from Judy Tull to Lori Rooney dated May 17, 2011
25. Correspondence from Reese Boyd, Esq. to Jessica Murphy, Esq. dated December 18, 2013
26. Escrow Analysis Spreadsheet
27. Correspondence from Robert Keilman and Judy Tull to Bob Yari (TMC Avion, Inc.) dated June 7, 2011
28. Membership Interest Purchase Agreement dated September 29, 2011 (without Exhibits)
29. Correspondence from Hank Torbert to Judy Tull dated July 13, 2011
30. Email from Kay Ellison to Judy Tull, Ed Warneck and Bob Keilman dated September 12, 2011 with 2011-2012 Escrow Revenue as of 9/12/2011 spreadsheet attachment

31. 2011-2012 Escrow Revenue as of 9/12/2011 spreadsheet (Exhibit F to the Membership Interest Purchase Agreement)
32. Excerpt from Direct Air §341 Meeting Transcript (June 13, 2012)
33. Promissory Note dated September 29, 2011
34. Resolution of Directors Regarding Bank Account and Authorized Parties dated March 13, 2011

JOSEPH H. BALDIGA,
CHAPTER 7 TRUSTEE

By his counsel,

/s/ Jessica E. Murphy

Joseph H. Baldiga, BBO #549963
Jessica E. Murphy, BBO #664361
Gina Barbieri O'Neil, BBO #670596
Mirick, O'Connell, DeMallie & Lougee, LLP
1800 West Park Drive, Suite 400
Westborough, MA 01581
Phone: 508.898.1501
Fax: 508.898.1502
Email: bankrupt@mirickoconnell.com
Email: goneil@mirickoconnell.com

Dated: March 3, 2014